

CHARTER of the Vermont Web Portal Board

1. ARTICLE ONE: NAME

1.1. Name. The name of this board shall be the Web Portal Board (WPB).

2. ARTICLE TWO: PURPOSE

2.1. Purpose of the Board. Pursuant to Act No. 203 of the Acts of 2006 Vermont Legislature, the purpose of the Web Portal Board is development of a self funded Web Portal to establish and recommend convenience fees to fund the system.

3. ARTICLE THREE: MEMBERSHIP

3.1. Members. The persons serving as original members of the WPB shall begin their term of service on the date the charter is adopted. The WPB shall be comprised of ten members to be selected as follows: the commissioner of Information and Innovation or his or her designee; the Secretary of State or his or her designee; the Secretary of Administration or his or her designee; the State Librarian or his or her designee; the Court Administrator or his or her designee; one member or his or her designee who is an officer of the executive branch as identified in subsection 1003(b) of Title 32, other than of the department of finance and management, the department of information and innovation, and the department of libraries, and who shall be appointed by the governor; two members appointed by the Vermont State Employees' Association; and one member of the House of Representatives who is also a member of the Legislative Information Technology Committee, appointed by the Speaker of the House, and one member of the Vermont Senate who is also a member of the Legislative Information Technology Committee, appointed by the Committee on Committees.

3.2. Term of Appointment. WPB members, other than ex officio members, will be appointed for two-year terms. If for any reason, a member ceases to be a designated representative of the respective class or entity upon which membership is based, the member's appointment shall terminate as of the date that affiliation ceases. The Chair of the Board shall issue a letter announcing the termination of the member's appointment.

3.3. Resignation. Any member of the Board may resign with written notice to the Chair of the Board.

3.4. Vacancies. Vacancies for positions will be filled by the respective class or entity upon which membership is based in a timely manner.

3.5. Expenses and compensation.

- 3.5.1. Members of the WPB, except for legislative members, shall serve without compensation but shall be eligible to receive reimbursement for mileage and for expenses.
- 3.5.2. Legislative members of the board shall be entitled to the same per diem compensation and reimbursement for actual and necessary expenses as provided members of standing committees under section 406 of Title 2.
- 3.5.3. If the WPB establishes committees to further the work of the WPB, those committee members shall be eligible to receive reimbursement for mileage and for expenses for attendance at committee meetings authorized by the WPB, as per statute. WPB members who are requested by the WPB to attend committee meetings shall be eligible to receive reimbursement for mileage and for expenses for attendance at committee meetings authorized by the WPB. There shall be no compensation for preparation work by WPB board members or committee members.
- 3.5.4. Eligible Board and/or committee members must seek reimbursement of travel expenses and compensation for attendance at meetings through the approved process for expense reporting used by the State of Vermont.

4. ARTICLE FOUR: DUTIES AND RESPONSIBILITIES

4.1. Duties. The WPB shall have the following duties and responsibilities.

- 4.1.1. Oversee the development of the self-funded Vermont Web Portal and approve recommended fees for the services it provides;
- 4.1.2. Oversee development, implementation, and promotion, in cooperation with the Department of Information and Innovation, of electronic commerce and digital signature applications involving the state of Vermont;
- 4.1.3. Serve in an advisory capacity to the agency of administration and other state agencies regarding the dissemination and collection of state data to and from the citizens and businesses of Vermont;
- 4.1.4. Seek advice from the general public, users of the web portal, professional associations, academic groups, and institutions and individuals with knowledge or interest in computer networking, electronic mail, public information access, gateway services, add-on services, and electronic filing of information;
- 4.1.5. Accept gifts, donations, and grants for the support of the Vermont web portal; and

- 4.1.6. Oversee drafting and implementation by the department of information and innovation of the contract with the web portal service provider. This contract shall comply with state security and privacy standards.
- 4.1.7. The WPB shall file a report with the House and Senate Committees on Government Operations by January 1, 2007 which evaluates the achievements and shortcomings of the Vermont Web Portal and the board's role in helping the Vermont Web Portal fulfill its purpose.
- 4.2. Administrative and Legal Assistance: The Secretary of Administration and the Attorney General shall assign staff to assist the WPB for the purposes of providing technical and legal assistance.
- 4.3. Conflict of Interest Rules. No WPB member shall participate in any fashion or cast a vote on any matter in which either a direct or indirect conflict of interest is present. Nor shall a member participate or vote on any question in which such participation or vote would reasonably create in the mind of an objective person the appearance of a direct or indirect conflict of interest. In the event a conflict of interest situation arises, the affected member shall at the first opportunity formally declare the existence of the conflict of interest situation. After such a declaration a member shall not participate in any fashion at any level, formally or informally, in the discussion of the matter, nor cast a vote of any kind at any level with respect to the matter to which the conflict of interest situation applies.

5. ARTICLE FIVE: MEETINGS AND RECORDS

- 5.1. Frequency of Meetings. The board shall meet at least semiannually and as needed to complete the business of the Vermont Web Portal.
- 5.2. General. The WPB shall act only in the course of a duly noticed meeting. Notification of the date, place, and time of each meeting shall be given to each member and shall be published as required by open meeting law requirements of chapter 5 of Title 1 of state law. The Chair of the Board shall have the authority to call a meeting. The WPB may authorize meetings of committees established to promote the goals of the WPB.
- 5.3. Open Meetings. All meetings of the WPB and of any committees established to promote the goals of the WPB shall comply with open meeting law requirements of subchapter 2 of chapter 5 of Title 1 of state law.
- 5.4. Quorum and Teleconferencing. Six members of the board shall constitute a quorum, and the affirmative vote of six members shall be necessary for any action taken by the board. No vacancy in the membership of the board shall impair the right of a quorum to exercise all rights and perform all the duties of the board. The members may be present in person or by conference telephone to the extent consistent with state law regarding open meetings, so long as the place

of the meeting is open to attendance by the public and so long as the meeting is conducted in a way that is consistent with the Vermont Open Meeting Law.

- 5.5. Board Decisions. Each member present shall have one vote.
- 5.6. Prohibition on Proxies. Only individuals appointed as members may serve as members of the Board. No alternate, substitute or proxy representation of Board members may occur except as noted in section 3.1.
- 5.7. Public Participation. The WPB shall provide an opportunity for members of the public to address the Board directly on each agenda item before or during the Board's discussion or consideration of the item.
- 5.8. Records. A person delegated by the Board shall record and prepare written minutes of WPB meetings. An audio recording of the meetings may be made. The administrative delegate assigned to the task of preparing the written minutes shall submit them to the Board at its next meeting for review and approval. Written minutes shall: (a) identify the date, time, and place of the meeting; (b) identify the Board members in attendance, and (c) contain a summary of the meeting. Copies of the minutes shall be provided to the Commission or any interested party upon request.

6. ARTICLE SIX: OFFICERS

- 6.1. Officers. The WPB shall annually elect one of its members as chair of the board and may also elect a vice chair and a secretary. These officers shall be elected by the members of the Board to serve a term of one year, and they may be re-elected. An officer shall continue to hold office until a successor has been elected and assumed office. However, if an officer ceases to be a member of the Board, the officer's appointment shall terminate.
- 6.2. Duties. The Chair shall be responsible for the general supervision and direction of the affairs of the Board. The Chair shall preside at all meetings of the Board. In the absence of the Chair, the Vice-Chair shall perform the duties of that office. If the Chair and Vice-Chair are unavailable for a meeting, the Chair shall appoint a temporary Chair for that meeting. The officers shall perform such other duties as from time to time may be prescribed by the Board.

7. ARTICLE SEVEN: EFFECTIVE DATE AND AMENDMENTS

- 7.1. Effective Date. This Charter shall become effective on the date it is approved by the Board.